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LUCASFILM LTD.

10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN JOSE DIVISION

13 IN RE HIGH-TECH EMPLOYEE
ANTITRUST LITIGATION

Case No. 3:11-cv-2509-LHK

14
15 THIS DOCUMENT RELATES TO:
16 ALL ACTIONS

**DECLARATION OF JUSTINA K.
SESSIONS IN SUPPORT OF
DEFENDANTS' JOINT
ADMINISTRATIVE MOTION TO SEAL
DEFENDANTS' OPPOSITION TO
PLAINTIFFS' SUPPLEMENTAL
MOTION IN SUPPORT OF CLASS
CERTIFICATION AND RELATED
DOCUMENTS**

1 I, JUSTINA K. SESSIONS, declare and say that:

2 1. I am an attorney licensed to practice law in the State of California and am an
3 associate with the law firm of Keker & Van Nest LLP, located at 633 Battery Street, San
4 Francisco, California 94111, counsel for Defendant Lucasfilm Ltd. ("Lucasfilm") in the above-
5 captioned action. I am duly admitted to practice law before this Court. I have knowledge of the
6 facts set forth in this declaration, and if called to testify as a witness thereto could do so
7 competently under oath.

8 2. For the reasons outlined below, and the reasons provided in the Declaration of
9 David J. Anderman in Support of Defendants' Joint Response to Plaintiffs' Administrative
10 Motion to Seal [Dkt. No. 199], Lucasfilm seeks to maintain under seal certain portions of the
11 Expert Report of Kathryn Shaw, Ph.D. ("Shaw Report"); the Declaration of Lin Kahn in support
12 of the Shaw Report. The portions Lucasfilm seeks to maintain under seal contain or reflect
13 Lucasfilm's confidential compensation data and practices and/or private information of individual
14 Lucasfilm employees or prospective employees.

15 3. Lucasfilm seeks to maintain the following portions of the Shaw Report and
16 Exhibits under seal because these portions describe Lucasfilm's compensation levels and targets
17 or confidential and proprietary information regarding the manner in which Lucasfilm classifies or
18 compensates job tasks or employees:

19 i) One term in Shaw Report ¶ 56 n.25; and
20 ii) Portions of Exhibits 5, 10, 17, 19, 25, 26, and 29 to the Declaration of Lin
21 Kahn in support of the Shaw Report (LUCAS00189964, LUCAS00062293, LUCAS00062271,
22 Deposition of Micheline Chau, Deposition of Steve Condiotti, Deposition of Michelle Maupin,
23 and Deposition of Jan Van der Voort),
24 as indicated in the proposed redactions submitted to the Court.

25 4. Lucasfilm strictly maintains the confidentiality of the information sought to be
26 maintained under seal. Lucasfilm could be competitively harmed if other companies gained
27 access to this information because, among other things, it would enable competitors to determine
28

1 Lucasfilm's pay practices. Other companies could adjust their own compensation practices based
2 on their knowledge of Lucasfilm's compensation methods, levels, or budgets.

3 5. Lucasfilm seeks to maintain the following portions of the Shaw Report and
4 Exhibits under seal because these portions contain the names or other identifying information of
5 employees or potential employees in connection with discussions of private confidential matters,
6 including compensation, performance evaluation, or recruitment:

7 i) Portions of Exhibits 5 and 19 to the Declaration of Lin Kahn in support of
8 the Shaw Report (Deposition of Michelle Maupin, Deposition of Jan Van der Voort), as indicated
9 in the proposed redactions submitted to the Court.

10 6. The public has little interest in learning the details of a non-party's compensation,
11 performance history, or success in job-seeking efforts. This is particularly true where, as here, no
12 class has been certified and the individual employees at issue may not even be members of the
13 putative class.

14 7. Lucasfilm seeks to maintain the following portions of the Shaw Report and
15 Exhibits under seal because these portions contain proprietary compensation survey data that
16 Lucasfilm purchased from third parties:

17 i) Portions of Exhibit 25 to the Declaration of Lin Kahn in support of the
18 Shaw Report (LUCAS00062293), as indicated in the proposed redactions submitted to the Court.

19 8. Because Lucasfilm has sought to maintain the confidentiality of the materials
20 described above, and because public disclosure of these materials could cause Lucasfilm
21 significant harm or could result in the disclosure of private personal information, the portions of
22 the documents described above should be redacted and shielded from disclosure to Lucasfilm's
23 potential competitors and the public.

24 I declare under penalty of perjury under the laws of the United States that the foregoing is
25 true and correct and that this declaration was executed in San Francisco, California, on June 21,
26 2013.

27 /s/ Justina K. Sessions
28 JUSTINA K. SESSIONS